

EXHIBIT A

Case 01-01139-KJC Doc 31908 Filed 03/25/14 Page 1 of 7

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et al.</i> ,)	Case No. 01-01139 (KJC)
)	(Jointly Administered)
Debtors.)	
)	Objection Deadline: April 16, 2014 @ 4:00 p.m.
)	Hearing Date: Only if Objection is Timely Filed

**FORTY-SEVENTH MONTHLY APPLICATION OF SCARFONE HAWKINS LLP
AS SPECIAL COUNSEL FOR THE CANADIAN ZAI CLAIMANTS**

Name of Applicant:	Scarfone Hawkins LLP
Authorized to Provide Professional Services to:	Canadian Zonolite Attic Insulation Claimants ("Canadian ZAI Claimants")
Date of Retention:	March 19, 2010 <i>nunc pro tunc</i> December 21, 2009
Period for which compensation and reimbursement is sought:	January 1, 2014 through February 3, 2014 ¹
Amount of compensation sought as actual, reasonable and necessary:	CDN \$ 38,812.50
Amount of expense reimbursement (includes Harmonized Sales Tax of 13% ²) sought as actual, reasonable and necessary:	CDN \$ 5,051.45

This is Applicant's Forty-Seventh Monthly Application.

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¹ Pursuant to the Notice of Occurrence of the Effective Date of the Debtors' First Amended Joint Plan of Reorganization (the "Plan") filed on February 13, 2014 [Docket No. 31732], the effective date of the Plan is February 3, 2014; accordingly, this Application covers the period January 1, 2014 through February 3, 2014. Any additional time spent for these matters will be requested in the final fee application.

² On July 1, 2010, the Harmonized Sales Tax (HST) took effect in Ontario and is applied to most purchases and transactions. The 13% HST replaces the federal goods and services tax (GST) and the provincial sales tax (PST).

Summary of Monthly Fee and Expense Invoice Statements for Compensation Period:

Date Filed	Period Covered	Requested Fees (CDN \$)	Requested Expenses (CDN \$)	Paid Fees (CDN \$)	Paid Expenses (CDN \$)
04/30/2010 Dkt. #24697	December 21, 2009 - March 31, 2010	\$ 98,678.75 Reduction -\$708.50	\$10,399.55	\$78,943.00 \$19,027.25	\$10,399.55
06/01/2010 Dkt. #24878	April 1, 2010 - April 30, 2010	\$14,765.25	\$812.67	\$11,812.20 \$2,953.05	\$812.67
06/30/2010 Dkt. #25015	May 1, 2010 - May 31, 2010	\$21,221.25	\$3,327.71	\$16,977.00 \$4,244.25	\$3,327.71
07/28/2010 Dkt. #25127	June 1, 2010 - June 30, 2010	\$23,507.50	\$2,994.15	\$18,806.00 \$4,701.50	\$2,994.15
08/31/2010 Dkt. #25297	July 1, 2010 - July 31, 2010	\$17,232.50	\$2,259.90	\$13,786.00 \$3,446.50	\$2,259.90
09/29/2010 Dkt. #25497	August 1, 2010 - August 31, 2010	\$10,663.75	\$1,403.95	\$8,531.00 \$2,132.75	\$1,403.95
10/29/2010 Dkt. #25666	September 1, 2010 - September 30, 2010	\$5,833.75	\$2,153.94	\$4,667.00 \$1,166.75	\$2,153.94
12/03/2010 Dkt. #25858	October 1, 2010 - October 31, 2010	\$6,840.00	\$897.99	\$5,472.00 \$1,368.00	\$897.99
01/05/2011 Dkt. #26018	November 1, 2010 - November 30, 2010	\$5,030.00	\$653.90	\$4,024.00 \$1,006.00	\$653.90
01/28/2011 Dkt. #26132	December 1, 2010 - December 31, 2010	\$11,478.75	\$1,513.55	\$9,183.00 \$2,295.75	\$1,513.55
03/08/2011 Dkt. #26512	January 1, 2011 - January 31, 2011	\$22,076.25	\$4,516.93	\$17,661.00 \$4,415.25	\$4,516.93
04/01/2011 Dkt. #26700	February 1, 2011 - February 28, 2011	\$13,196.25	\$2,535.34	\$10,557.00 \$2,639.25	\$2,535.34
05/12/2011 Dkt. #26925	March 1, 2011 - March 31, 2011	\$6,217.50	\$808.28	\$4,974.00 \$1,243.50	\$808.28
06/10/2011 Dkt. #27068	April 1, 2011 - April 30, 2011	\$17,471.25	\$2,475.77	\$13,977.00 \$3,494.25	\$2,475.77
06/30/2011 Dkt. #27196	May 1, 2011 - May 31, 2011	\$3,720.00	\$493.40	\$2,976.00 \$744.00	\$493.40
08/04/2011 Dkt. #27374	June 1, 2011 - June 30, 2011	\$7,965.00	\$1,067.51	\$6,372.00 \$1,593.00	\$1,067.51
08/31/2011 Dkt. #27534	July 1, 2011 - July 31, 2011	\$7,597.50	\$989.49	\$6,078.00 \$1,519.50	\$989.49
10/04/2011 Dkt. #27716	August 1, 2011 - August 31, 2011	\$6,483.75	\$851.59	\$5,187.00 \$1,296.75	\$851.59
11/14/2011 Dkt. #27939	September 1, 2011 - September 30, 2011	\$15,104.64	\$4,604.40	\$12,083.71 \$3,020.93	\$4,604.40

**Summary of Monthly Fee and Expense Invoice Statements for Compensation Period
(Continued):**

Date Filed	Period Covered	Requested Fees	Requested Expenses	Paid Fees	Paid Expenses
12/15/2011 Dkt. #28163	October 1, 2011 - October 31, 2011	\$ 3,735.00 Reduction- \$ 573.75	\$ 2,705.74	\$ 2,988.00 \$ 173.25	\$ 2,705.74
01/25/2012 Dkt. #28414	November 1, 2011 - November 30, 2011	\$ 3,450.00 Reduction- \$ 510.00	\$ 448.50	\$ 2,760.00 \$ 180.00	\$ 448.50
2/21/2012 Dkt. #28556	December 1, 2011 - December 31, 2011	\$ 2,598.75 Reduction- \$ 150.00	\$ 337.84	\$ 2,079.00 \$ 369.75	337.84
3/9/2012 Dkt. #28647	January 1, 2012 - January 31, 2012	\$ 3,435.00	\$ 449.79	\$ 2,748.00 \$ 529.50	\$ 449.79
4/17/2012 Dkt. #28788	February 1, 2012 - February 29, 2012	\$ 7,451.25	\$ 978.82	\$ 5,961.00 \$ 1,496.25	\$ 978.82
5/4/2012 Dkt. #28879	March 1, 2012 - March 31, 2012	\$ 4,796.25	\$ 627.60	\$ 3,837.00 \$ 730.50	\$ 627.60
6/1/2012 Dkt. #29011	April 1, 2012 - April 30, 2012	\$ 2,812.50	\$ 368.23	\$ 2,250.00 \$ 562.50	368.23
7/5/2012 Dkt. #29195	May 1, 2012 - May 31, 2012	\$ 3,236.25	\$ 420.71	\$ 2,589.00 \$ 647.25	420.71
8/8/2012 Dkt. #29419	June 1, 2012 - June 30, 2012	\$ 2,486.25 Reduction- \$ 183.75	\$ 323.21	\$ 1,989.00 \$ 313.50	323.21
9/5/2012 Dkt. #29578	July 1, 2012 - July 31, 2012	\$ 3,603.75	\$ 468.49	\$ 2,883.00 \$ 720.75	\$ 468.49
10/5/2012 Dkt. #29740	August 1, 2012 - August 31, 2012	\$ 2,272.50	\$ 295.43	\$ 1,818.00 \$ 454.50	\$ 295.43
10/26/2012 Dkt. #29819	September 1, 2012 - September 30, 2012	\$ 1,867.50	\$ 242.78	\$ 1,494.00 \$ 373.50	\$ 242.78
12/18/2012 Dkt. #30063	October 1, 2012 - October 31, 2012	\$ 1,578.75	\$ 205.24	\$ 1,263.00 \$ 315.75	\$ 205.24
1/18/2013 Dkt. #30168	November 1, 2012 - November 30, 2012	\$ 2,130.00	\$ 276.90	\$ 1,704.00 \$ 426.00	\$ 276.90
2/21/2013 Dkt. #30304	December 1, 2012 - December 31, 2012	\$ 1,631.25	\$ 215.00	\$ 1,305.00 \$ 326.25	\$ 215.00
3/19/2013 Dkt. #30414	January 1, 2013 - January 31, 2013	\$ 1,740.00	\$ 226.20	\$ 1,392.00 \$ 348.00	\$ 226.20
4/26/2013 Dkt. #30557	February 1, 2013 - February 28, 2013	\$ 2,942.50	\$ 382.53	\$ 2,354.00 \$ 588.50	\$ 382.53

5/24/2013 Dkt. #30669	March 1, 2013- March 31, 2013	\$1,737.50	\$225.87	\$1,390.00 \$347.50	\$225.87
6/27/2013 Dkt. #30780	April 1, 2013- April 30, 2013	\$2,388.75	\$313.46	\$1,911.00 \$477.75	\$313.46
7/26/2013 Dkt. #30880	May 1, 2013- May 31, 2013	\$2,493.75	\$325.55	\$1,995.00 \$498.75	\$325.55
8/13/2013 Dkt. #30959	June 1, 2013- June 30, 2013	\$2,137.50	\$277.88	\$1,710.00 \$427.50	\$277.88
9/23/2013 Dkt. #31153	July 1, 2013- July 31, 2013	\$3,060.00	\$397.80	\$2,448.00 \$612.00	\$397.80
9/26/2013 Dkt. #31168	August 1, 2013- August 31, 2013	\$1,938.75	\$252.04	\$1,551.00 \$387.75	\$252.04
10/29/2013 Dkt. #31275	September 1, 2013- September 30, 2013	\$2,226.25	\$292.66	\$1,781.00 \$445.25	\$292.66
11/22/2013 Dkt. #31384	October 1, 2013- October 31, 2013	\$3,203.75	\$416.49	\$2,563.00 \$640.75	\$416.49
1/7/2014 Dkt. #31571	November 1, 2013- November 30, 2013	\$2,187.50	\$286.12	\$1,750.00 \$437.50	\$286.12
1/21/2014 Dkt. #31616	December 1, 2013- December 31, 2013	\$2,762.50	\$359.13	Pending	Pending

Fee Detail by Professional for the Period of January 1, 2014, through February 3, 2014:

Name of Professional Person	Position of the Applicant, Number of Years in that Position, Year of Obtaining License to Practice	Hourly Billing Rate ³ (including changes)	Total Billed Hours	Total Fees (CDN \$)
David Thompson	Partner, 25 Years; 1988	\$575.00	46.10	\$26,507.50
Matthew G. Moloci	Partner, 15 Years; 1998	\$475.00	23.60	\$11,210.00
Cindy Yates	Law Clerk, 31 Yrs.	\$150.00 ⁴	7.30	\$1,095.00
Grand Total			77.00	\$38,812.50
Blended Rate				\$504.06
Blended Rate (excluding Law Clerk time)				\$541.14

³ Scarfone Hawkins LLP increased its hourly rates as of February 1, 2013.

⁴ Scarfone Hawkins LLP increased its Law Clerk hourly fee as of March 1, 2013

Monthly Compensation by Matter Description for the Period of January 1, 2014, through February 3, 2014:

Project Category	Total Hours	Total Fees (CDN \$)
04 - Case Administration	74.80	\$38,417.50
11 - Fee Applications, Applicant	2.20	\$395.00
12 - Fee Applications, Others	0.00	0.00
14 - Hearings	0.00	0.00
16 - Plan and Disclosure Statement	0.00	0.00
20 - Travel (Non-Working)	0.00	0.00
24 - Other	0.00	0.00
TOTAL	77.00	\$38,812.50

Monthly Expense Summary for the Period January 1, 2014, through February 3, 2014:

Expense Category	Service Provider (If applicable)	Total Expenses
Photocopies (In House)		0.00
Postage		0.00
Travel - Meals		0.00
Travel - Accommodations		0.00
Travel - Airline		0.00
Travel - Taxi & Parking		0.00
Long Distance Calls		\$5.82
Harmonized Sales Tax (HST) 13%		\$5,045.63
TOTAL		\$5,051.45

PLEASE TAKE NOTICE that Scarfone Hawkins LLP (the "Applicant") has today filed this Notice of Monthly Fee and Expenses Invoice for January 1, 2014 through February 3, 2014, (this "Monthly Fee Statement")⁵ pursuant to the Modified Order Granting The Canadian ZAI

⁵Applicant's Invoice for January 1, 2014, through February 3, 2014, is attached hereto as Exhibit A.

Claimants' Application for Appointment of Special Counsel [Docket No. 24508] and the Amended Administrative Order Under 11 U.S.C., §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members [Docket No. 1949].

PLEASE TAKE FURTHER NOTICE that responses or objections to this Monthly Fee Statement, if any, must be filed on or before April 16, 2014, at 4:00 p.m. (prevailing Eastern Time) (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801.

PLEASE TAKE FURTHER NOTICE that you must also serve a copy of any such response or objection upon the Notice Parties so as to be received by the Notice Parties on or before the Objection Deadline.

PLEASE TAKE FURTHER NOTICE that upon the expiration of the Objection Deadline, the Applicant shall file or cause to be filed with the Court, and serve on the Notice Parties, a certificate of no objection, certifying that no objection, or a partial objection, has been filed with the Court relative to this Application, whichever is applicable, after which the Debtors are authorized and required to pay the Applicant an amount equal to (a) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses requested in the Monthly Fee Statement or (b) eighty percent (80%) of the fees and one hundred percent (100%) of the expenses not subject to any objection. All fees and expenses in this Monthly Fee Statement will be included in the next quarterly application for compensation and reimbursement of expenses to be filed and served by the Applicant at a later date, and will be subject to objections at such time.

PLEASE TAKE FURTHER NOTICE that Applicant respectfully requests that, for the period January 1, 2014 through February 3, 2014, an allowance be made to Scarfone Hawkins LLP

for compensation in the amount of CDN \$38,812.50 and actual and necessary expenses in the amount of CDN \$5,051.45 (Includes 13% Harmonized Sales Tax) for a total allowance of CDN \$43,863.95; Actual Interim Payment of CDN \$31,050.00 (80% of the allowed fees) and reimbursement of CDN \$5,051.45 (100% of the allowed expenses) be authorized for a total payment of CDN \$36,101.45; and for such other and further relief as this Court may deem just and proper.

PLEASE TAKE FURTHER NOTICE that Applicant believes that the Application and the description of services set forth herein of work performed are in compliance with the requirements of Delaware Local Rule 2016-2, the Amended Administrative Order, and the applicable guidelines and requirements of the Bankruptcy Code, Federal Rules of Bankruptcy Procedure, and the Executive Office for the United States Trustee. A true and correct copy of the Certification of David Thompson is attached hereto as **Exhibit B**.

Dated: March 25, 2014

Respectfully submitted,

By: /s/ Daniel K. Hogan
Daniel K. Hogan (DE Bar No. 2814)
THE HOGAN FIRM
1311 Delaware Avenue
Wilmington, Delaware 19806
Telephone: 302.656.7540
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Email: dkhogan@dkhogan.com

**Counsel to the Representative Counsel as Special
Counsel for the Canadian ZAI Claimants**

EXHIBIT A

W.R. GRACE & CO., et al.
CDN ZAI CLASS ACTION

U.S. FEE APPLICATION
DATE:
February 3, 2014
OUR FILE NO: 05L121

Scarfone Hawkins LLP
BARRISTERS AND SOLICITORS
ONE JAMES STREET SOUTH
14TH FLOOR
P.O. BOX 926, DEPOT #1
HAMILTON, ONTARIO
L8N 3P9
TELEPHONE
905-523-1333
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905-523-5878

H.S.T. REGISTRATION NO. 873984314 RT - 0001

CANADIAN ZAI MONTHLY FEE APPLICATION
(January 1, 2014 – February 3, 2014)

DATE	PROFESSIONAL SERVICE	LAWYER	RATE/HR	HOURS	AMOUNT
01 /02/14	receipt of and respond to class member inquiries re: status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /02/14	receipt of and respond to class member inquiries re status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /03/14	receipt of and respond to class member inquiries re: status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /03/14	Emails from and David Thompson and Cindy Yates regarding review and reconciliations in preparation for Grace emergence from bankruptcy	MGM	\$475.00	0.10	\$47.50
01 /06/14	receipt of and respond to class member inquiries re: status of US Appeals, CDN ZAI settlement and Grace's emergence from court protection	DT	\$575.00	0.30	\$172.50
01 /07/14	emails to and from Vasuda Sinha re: arrange meeting	DT	\$575.00	0.10	\$57.50
01 /07/14	emails to and from Vasuda Sinha re: Zonolite and Grace status	DT	\$575.00	0.10	\$57.50
01 /07/14	further emails to and from Vasuda Sinha, etc., confirm telephone conference call	DT	\$575.00	0.30	\$172.50
01 /07/14	emails to and from Dan Hogan, review Grace motion re: settlement with bank lender group, memo to file	DT	\$575.00	0.80	\$460.00
01 /07/14	discuss and review with Matt Moloci re: Zonolite and Grace status	DT	\$575.00	1.00	\$575.00
01 /07/14	review claims administration binder of documents, memo to file, letter to Michel Belanger and Carreen Hannouche	DT	\$575.00	1.00	\$575.00
01 /07/14	further emails to and from Michel Belanger, follow-up memo to Matt Moloci re: Zonolite and Grace status	DT	\$575.00	0.30	\$172.50

01 /07/14	Email from Dan Hogan regarding anticipation of Grace emergence from Bankruptcy; email from Vasuda Sinha and Orestes Pasparakis requesting teleconference; email from David Thompson to Michel Belanger and Careen Hannouche regarding status of proceedings and follow-up; further emails from Thompson and Belanger; review CDN ZAI PD Settlement documents and proceedings; conferences with Thompson	MGM	\$475.00	1.20	\$570.00
01 /08/14	review claim administration binder in preparation for telephone conference call with Grace's counsel, review notes from September	DT	\$575.00	1.00	\$575.00
01 /08/14	receipt of and respond to various class member inquiries re: status of US appeals and CDN ZAI settlement, discuss with MGM, letter to Don Pinchin, etc.	DT	\$575.00	0.50	\$287.50
01 /08/14	Conferences with David Thompson in preparation for teleconference with Grace Canada counsel and in anticipation of Grace emergence from bankruptcy; review various issues and next steps	MGM	\$475.00	0.60	\$285.00
01 /09/14	receipt of and respond to class member inquiries, re status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /14/14	receipt of and respond to various class member inquiries re: status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /14/14	telephone conference call with Orestes Pasparakis and Vasuda Sinha, discuss with Matt Moloci, follow-up with Michel Belanger and Careen Hannouche, etc.	DT	\$575.00	0.50	\$287.50
01 /14/14	emails to and from Careen Hannouche to arrange telephone conference	DT	\$575.00	0.10	\$57.50
01 /14/14	meeting - David Thompson, Matt Moloci and Cindy Yates to review and discuss status, steps going forward, etc., update and refresh	DT	\$575.00	1.50	\$862.50
01 /14/14	receipt of and respond to class member inquiries re: status of US appeals and CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /14/14	emails to and from Vasuda Sinha	DT	\$575.00	0.10	\$57.50
01 /14/14	Review Amended Minutes of Settlement, settlement documents and receive correspondences and decision of U.S. Bankruptcy Court; prepare for and attend teleconference with Orestes Pasparakis, Vasuda Sinha and David Thompson regarding steps toward Effective Date and final resolution of Canadian CCAA proceeding; further conference with Thompson; email report from Thompson to Michel Belanger and Careen Hannouche at Lauzon, Belanger; email summary from Sinha in follow-up to teleconference;	MGM	\$475.00	0.80	\$380.00

	review; email from Hannouche; email to Thompson regarding scheduling of teleconference with Belanger and Hannouche; email from Thompson to Don Pinchin proposing meeting				
01 /14/14	Conference with Cindy Yates and David Thompson; review various documents, ledgers, prior accounts; discuss status and reconciliation toward conclusion of matter, accounts and reconciliation through to anticipated Effective Date of Grace proceedings	MGM	\$475.00	1.60	\$760.00
01 /15/14	Emails from and to Careen Hannouche regarding scheduling of proposed teleconference; email from David Thompson to Vasuda Sinha in follow-up to teleconference and issues regarding settlement trust and claims administration	MGM	\$475.00	0.10	\$47.50
01 /16/14	telephone conference call - David Thompson and Matt Moloci with Michel Belanger and Careen Hannouche, follow-up memo to file	DT	\$575.00	0.50	\$287.50
01 /16/14	Emails from and to Careen Hannouche regarding proposed teleconference; teleconference with Hannouche, Michel Belanger and Thompson; update; discuss issues and steps through to Effective Date and CDN ZAI Property Claims Administration; emails from and to David Thompson with attached draft disbursement account and reconciliation	MGM	\$475.00	0.50	\$237.50
01 /19/14	review binder of materials, memo to Ashlee White, follow-up email to Don Pinchin, etc.	DT	\$575.00	0.50	\$287.50
01 /20/14	receipt of and respond to class member inquiries re: status of CDN ZAI settlement implementation	DT	\$575.00	0.30	\$172.50
01 /21/14	receipt of and respond to class member inquiries re: status of CDN ZAI settlement implementation	DT	\$575.00	0.30	\$172.50
01 /22/14	further review of binder of materials, follow-up email to Don Pinchin	DT	\$575.00	1.00	\$575.00
01 /22/14	emails to and from Don Pinchin regarding a meeting and follow-ups	DT	\$575.00	0.10	\$57.50
01 /22/14	receipt of and respond to class member inquiries re: status of implementation of CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /22/14	Email from Vasuda Sinha with attached draft Trust Agreement; review; email from David Thompson to Michel Belanger and Careen Hannouche forwarding draft Trust Agreement for review; email reply from Thompson to Sinha regarding draft Trust Agreement	MGM	\$475.00	0.20	\$95.00
01 /22/14	Email from David Thompson to Don Pinchin to schedule meeting for review of expert's role in CDN ZAI PD claims administration	MGM	\$475.00	0.10	\$47.50

01 /23/14	emails to and from Vasuda Sinha	DT	\$575.00	0.10	\$57.50
01 /23/14	review draft trust agreement, etc., memo to file	DT	\$575.00	0.50	\$287.50
01 /23/14	letter to Michel Belanger and Careen Hannouche re: arrange telephone conference	DT	\$575.00	0.40	\$230.00
01 /23/14	follow-up with Don Pinchin, emails to and from him	DT	\$575.00	0.10	\$57.50
01 /23/14	emails to and from Careen Hannouche re: parties to be removed from action, memos to and from MGM	DT	\$575.00	0.20	\$115.00
01 /23/14	emails to and from Vasuda Sinha	DT	\$575.00	0.10	\$57.50
01 /23/14	emails to and from Careen Hannouche re: trust agreement	DT	\$575.00	0.30	\$172.50
01 /23/14	emails to and from Careen Hannouche re: confirm telephone case conference to discuss trust agreement	DT	\$575.00	0.10	\$57.50
01 /23/14	further follow-up with Don Pinchin to arrange meeting	DT	\$575.00	0.10	\$57.50
01 /23/14	receipt of and respond to class member inquiries re: status of CDN ZAI settlement implementation	DT	\$575.00	0.30	\$172.50
01 /23/14	Email from Vasuda Sinha regarding proposed teleconference with counsel for US Debtors and Trust to address trust transfer for CDN ZAI PD Fund; review draft trust agreement email from Don Pinchin to schedule meeting to address CDN ZAI PD claims administration and expert assistance; email from Careen Hannouche regarding communications with Merchant Law Group for removal of Grace from Canadian legal proceedings; email reply to Hannouche; further emails from and to Hannouche; email from Thompson to Vasuda regarding proposed teleconference; email reply from Sinha; further email from Thompson to Pinchin regarding proposed meeting; email from Thompson to Hannouche and Michel Belanger regarding draft Trust Agreement, trust funds and addressing various issues; email reply to Thompson; further emails from Thompson and Hannouche regarding issues and proposed teleconference for review and discussion	MGM	\$475.00	1.80	\$855.00
01 /24/14	prepare for telephone conference call, discuss and review with Matt Moloci	DT	\$575.00	0.60	\$345.00
01 /24/14	telephone conference call - David Thompson, Matt Moloci with Michel Belanger and Careen Hannouche re trust agreement	DT	\$575.00	1.00	\$575.00
01 /24/14	telephone conference call - David Thompson, Matt Moloci with Grace counsel, etc., letter to Michel Belanger and Careen Hannouche, memo to Cynthia	DT	\$575.00	1.00	\$575.00

	Miskas, etc.				
01 /24/14	telephone discussion with Vasuda Sinha, memo to Matt Moloci, memo to Cynthia Miskas, etc., letter to Michel Belanger	DT	\$575.00	0.30	\$172.50
01 /24/14	review trust agreement, memo to file re: changes to trust agreement, follow-up with FirstOntario Credit Union, discuss with Joe Speranzini, etc.	DT	\$575.00	0.50	\$287.50
01 /24/14	finalize draft email to Michel Belanger and Careen Hannouche, email to FirstOntario Credit Union	DT	\$575.00	0.30	\$172.50
01 /24/14	Conference with David Thompson regarding draft Trust Agreement provided by Grace Canada counsel relating to CDN ZAI Property Damage settlement funds payment and claims administration	MGM	\$475.00	0.20	\$95.00
01 /24/14	Teleconference with David Thompson, Michel Belanger and Careen Hannouche; discuss draft Trust Agreement, separate agreement between CDN Representative Counsel and Collectiva as Claims Administrator, Pinchin Environmental as expert for claims administration process, possible amendments to claims administration process, discontinuance of actions against Grace companies, communications with Evatt Merchant at Merchant Law Group and Keith Ferbers at Aikins, Macaulay, and proposed meetings among Representative Counsel and Collectiva	MGM	\$475.00	0.50	\$237.50
01 /24/14	Teleconference with Grace Canada counsel, Vasuda Sinha, regarding various issues concerning settlement, draft Trust Agreement and steps through to Effective Date; email from Sinha with attached draft Trust Agreement; review	MGM	\$475.00	0.30	\$142.50
01 /24/14	Teleconference with Deborah Williams, Meghan Bishop DeBard, Mike Jones, Orestes Pasparakis, Vasuda Sinha and David Thompson regarding process and issues concerning transfer and payment of CDN ZAI Property Damage settlement funds	MGM	\$475.00	0.40	\$190.00
01 /25/14	review, amend and revise draft CDN ZAI PD Claims Fund Trust Agreement, memo to Ashlee White, memo to Matt Moloci	DT	\$575.00	1.00	\$575.00
01 /27/14	emails to and from Careen Hannouche, follow-up on trust agreement	DT	\$575.00	0.30	\$172.50
01 /27/14	memos to and from Matt Moloci, amend draft Trust Agreement, etc.	DT	\$575.00	0.30	\$172.50
01 /27/14	receipt and review MGM memo, letter to Paul Lakin	DT	\$575.00	0.40	\$230.00
01 /27/14	receipt various emails, etc., memos to and from Matt Moloci, follow-ups with Cynthia Miskas, etc.	DT	\$575.00	0.40	\$230.00

01 /27/14	various emails to and from counsel; discuss with Sue McCormick, memos to and from Cynthia Miskas, follow-up discussion with Matt Moloci, follow-up re: wire transfer information, etc.	DT	\$575.00	1.00	\$575.00
01 /27/14	memo to Ashlee White, memo to Matt Moloci re: transfer of funds	DT	\$575.00	0.30	\$172.50
01 /27/14	discuss with Matt Moloci, further emails to and from counsel, etc., and follow-ups	DT	\$575.00	0.30	\$172.50
01 /27/14	Email from David Thompson to Michel Belanger and Careen Hannouche in follow-up to teleconferences with Grace counsel, transfer of settlement funds, trust agreement and claims administration; email from Hannouche regarding follow-up with Merchant Law Group; telephone message to Evatt Merchant; teleconference with Evatt Merchant; email to Evatt Merchant in follow-up to teleconference regarding dismissal of Canadian actions as against Grace parties and other settlement issues; further emails to and from Thompson, Belanger and Hannouche	MGM	\$475.00	0.60	\$285.00
01 /27/14	Email from David Thompson with attached revised draft Trust Agreement; review; email reply to Thompson with comments and proposed changes to draft Trust Agreement; conference with Thompson regarding issues and further changes; email from Thompson to Grace counsel with attached revised Trust Agreement	MGM	\$475.00	0.40	\$190.00
01 /27/14	Emails from and to David Thompson, Cynthia Miskas, Sue McCormick and Paul Lakin of FirstOntario Credit Union regarding banking arrangements and anticipated receipt of settlement funds by wire transfer	MGM	\$475.00	0.30	\$142.50
01 /27/14	Various emails from and to Grace counsel concerning wire transfer and payment of CDN ZAI PD Settlement Funds; conference telephone message to Vasuda Sinha; teleconference with Orestes Pasparakis and Sinha; further emails from David Thompson to Grace counsel; further email from Roger Higgins with attached Grace Funds Flow Memorandum; review; further emails from David Thompson, Roger Higgins and Meghan Bishop DeBard	MGM	\$475.00	0.70	\$332.50
01 /28/14	follow-up emails to counsel, follow-up email to FirstOntario	DT	\$575.00	0.40	\$230.00
01 /28/14	further emails to and from US counsel, etc., re: wire transfer of monies, etc.	DT	\$575.00	0.30	\$172.50
01 /28/14	emails to and from Roger Higgins re wire transfer of funds	DT	\$575.00	0.10	\$57.50
01 /28/14	further emails to and from US counsel, memos to and from Joe Speranzini, follow-up with Paul Lakin, etc.	DT	\$575.00	0.30	\$172.50

01 /28/14	emails to and from Sue McCormick and Cynthia Miskas, follow-up with Paul Lakin, etc.	DT	\$575.00	0.30	\$172.50
01 /28/14	receipt of and respond to various class member inquiries, etc., re status of CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /28/14	emails to and from Paul Lakin	DT	\$575.00	0.10	\$57.50
01 /28/14	emails to and from Paul Lakin at FirstOntario, follow-up email to Roger Higgins, etc.	DT	\$575.00	0.30	\$172.50
01 /28/14	receipt Vasuda Sinha email, email to her, discuss with Matt Moloci, etc.	DT	\$575.00	0.40	\$230.00
01 /28/14	telephone discussion with Meghan DeBard, follow-up memo to Sue McCormick and Paul Lakin	DT	\$575.00	0.30	\$172.50
01 /28/14	Teleconference with Grace Canada counsel Vasuda Sinha regarding CDN ZAI PD Settlement Funds payment and possible conversion and flow-through Norton Rose; conference with David Thompson; provide update and discuss alternatives; emails from Thompson to and from Grace counsel regarding banking arrangements for wire transfer of CDN ZAI PD Settlement Funds; emails to Thompson; conferences with Thompson; email to all counsel proposing solution to payment, currency conversion and wire transfer issues	MGM	\$475.00	0.70	\$332.50
01 /28/14	Emails from David Thompson to Paul Lakin of FirstOntario Credit Union; conference with Thompson and Lakin regarding wire transfer of CDN ZAI PD Settlement Funds to FirstOntario Credit Union	MGM	\$475.00	0.40	\$190.00
01 /28/14	Email from David Thompson to Grace Canada counsel with revised draft Trust Agreement; review revisions	MGM	\$475.00	0.10	\$47.50
01 /28/14	Email from Gabrielle Durstein of Hogan Law Firm with attached 16th Quarterly Fee Application of Scarfone Hawkins for review and approval; email from Cindy Yates to Durstein with attached signed Certification of application	MGM	\$475.00	0.10	\$47.50
01 /28/14	Email from Vasuda Sinha with attached 42nd Information Officer's Report; review; email from David Thompson to Sinha confirming receipt; email to Evatt Merchant and Keith Ferbers addressing 42 Information Officer's Report, issues and obligations under terms of settlement concerning Canadian civil actions; email from Thompson	MGM	\$475.00	0.50	\$237.50
01 /29/14	memo to Sue McCormick, email to Paul Lakin, receipt Roger Higgins email, etc., memo to file	DT	\$575.00	1.00	\$575.00
01 /29/14	emails to and from counsel	DT	\$575.00	0.10	\$57.50

01 /29/14	discuss with Matt Moloci, prepare draft press release, etc., review binder of materials, etc., follow-up on claims administration protocol	DT	\$575.00	1.00	\$575.00
01 /29/14	memos to and from Sue McCormick, receipt Paul Lakin email	DT	\$575.00	0.10	\$57.50
01 /29/14	emails to and from Keith Ferbers, further emails to and from Keith Ferbers	DT	\$575.00	0.10	\$57.50
01 /29/14	memos to and from Sue McCormick, etc., follow-up with FirstOntario	DT	\$575.00	0.10	\$57.50
01 /29/14	follow-up to arrange telephone conference call with Keith Ferbers	DT	\$575.00	0.10	\$57.50
01 /29/14	email to all counsel, re: new wire transfer information, etc.	DT	\$575.00	0.30	\$172.50
01 /29/14	review file re: arrangements with Ferbers and Merchant, discuss and review with Matt Moloci	DT	\$575.00	1.00	\$575.00
01 /29/14	review Ferbers and Merchant arrangements, etc., discuss with Matt Moloci, memos to and from Matt Moloci, emails to and from US counsel, confirm amount and wire transfer information, follow-up with bank, re: wire transfer fee and money transfer details, etc.	DT	\$575.00	1.00	\$575.00
01 /29/14	review with Matt Moloci, telephone Nick Mastroluisi, revisit arrangements with Ferbers and Merchant, review Carreen Hannouche email and materials, follow-up on wire transfer information, etc.	DT	\$575.00	1.00	\$575.00
01 /29/14	Emails from Paul Lakin of FirstOntario and David Thompson regarding CDN ZAI PD Settlement Funds payment, trust account, wire transfer of CDN funds; various emails from Thompson, Lakin, accounting staff, bank staff and Grace counsel regarding wire transfer and routing; email from Roger Higgins with revised Grace – Updated Funds Flow Memorandum; review	MGM	\$475.00	0.60	\$285.00
01 /29/14	Conferences with David Thompson; review CDN ZAI Representative Counsel fee application, monthly/quarterly fee applications and accounts and co-counsel agreements; emails from and to Thompson; emails from and to Keith Ferbers and Thompson scheduling teleconference and addressing issues through to and after Effective Date; review file and documents; teleconference with Nick Mastroluisi and Thompson regarding fee applications and tax treatment; reconcile and further review in anticipation of CDN ZAI PD Settlement Funds payment on Effective Date	MGM	\$475.00	1.60	\$760.00
01 /29/14	Various emails from Gabrielle Durstein of The Hogan Firm with attached Certificates of No Objection for service and filing; review	MGM	\$475.00	0.10	\$47.50

01 /30/14	email to Dan Hogan	DT	\$575.00	0.10	\$57.50
01 /30/14	detailed memo to Cindy Yates re: flow of funds memo, receipt Roger Higgins email and memo	DT	\$575.00	1.00	\$575.00
01 /30/14	review funds transfer memo, email to counsel, review with Cindy Yates, follow-up with Paul/Sue at FirstOntario	DT	\$575.00	0.80	\$460.00
01 /30/14	discuss and review with Matt Moloci, memo to Cindy Yates, emails to and from Careen Hannouche, review Meghan DeBard email, follow-up with FirstOntario, etc.	DT	\$575.00	0.50	\$287.50
01 /30/14	telephone discussion with Keith Ferbers	DT	\$575.00	0.40	\$230.00
01 /30/14	telephone message to Evatt Merchant, memos to and from Cindy Yates, follow-up email to Careen Hannouche, follow-up email to Orestes Pasparakis and Vasuda Sinha	DT	\$575.00	0.30	\$172.50
01 /30/14	emails to and from Keith Ferbers	DT	\$575.00	0.30	\$172.50
01 /30/14	Email from Meghan Bishop DeBard addressing Grace – Draft Funds Flow Memorandum and error in bank swift code; email reply from Thompson to DeBard; further emails from DeBard and Thompson regarding banking information; email from Sue Varaljai of FirstOntario confirming swift code for wire transfer; email reply from DeBard	MGM	\$475.00	0.20	\$95.00
01 /30/14	Email from David Thompson to Michel Belanger and Careen Hannouche with attached Memorandum and Proposed Distributions of CDN ZAI PD Settlement Funds and payments to counsel; review; further email from Thompson to Belanger and Hannouche; email reply from Hannouche with further inquiry; email reply from Thompson to Hannouche answering inquiry; further email from Hannouche; email to Thompson regarding transfers to co-counsel following Effective Date; email from Thompson to Cindy Yates regarding wire transfer to co-counsel; email from Yates to Hannouche to confirm wire transfer instructions between co-counsel; email reply from Hannouche	MGM	\$475.00	0.30	\$142.50
01 /30/14	Teleconference with David Thompson and Keith Ferbers; discuss various issues regarding anticipated Effective Date, final order, payment of CDN ZAI PD Settlement Funds, dismissal of Canadian actions as against Grace parties, Asbestos PI Trust and claims procedures, CCAA stay order and Thundersky claims and action; telephone voice message to Evatt Merchant regarding status, next steps and issues; email from Thompson to Ferbers	MGM	\$475.00	0.80	\$380.00

	with attached Fee Order of Justice Fitzgerald; email from Ferbers regarding Manitoba Health action against Grace; further emails from Thompson and Ferbers regarding Manitoba Health action				
01 /30/14	Email from David Thompson to Vasuda Sinha and Orestes Pasparakis in follow-up to draft Trust Agreement; email from Sinha with proposed changes to draft Trust Agreement; review and consider	MGM	\$475.00	0.20	\$95.00
\$01 /30/14	receipt and review detailed memo from David Thompson re: settlement	LC	\$150.00	0.30	\$45.00
01 /30/14	meeting with David Thompson to review wire transfer of funds	LC	\$150.00	0.30	\$45.00
01 /30/14	review file and dockets in preparation of account	LC	\$150.00	1.00	\$150.00
01 /30/14	draft account and review with David Thompson	LC	\$150.00	1.00	\$150.00
01 /30/14	memo from David Thompson, draft memo re proposed distribution, review with David Thompson	LC	\$150.00	1.00	\$150.00
01 /30/14	email to Careen Hannouche and Michel Belanger with respect to proposed distribution	LC	\$150.00	0.20	\$30.00
01 /30/14	review file, email to Careen Hannouche and Michel Belanger with respect to wire transfer information	LC	\$150.00	0.30	\$45.00
01 /30/14	review protocol with David Thompson with respect to wire transfer of funds	LC	\$150.00	0.20	\$20.00
01 /31/14	receipt of and respond to class member inquiries re: status of CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
01 /31/14	receipt and review Higgins email and funds flow memo, etc.	DT	\$575.00	0.50	\$287.50
01 /31/14	receipt Vasuda Sinha email and voice mail message, memo to Ashlee White, etc., amend draft trust agreement	DT	\$575.00	0.40	\$230.00
01 /31/14	amend and revise trust agreement, amend and revise further	DT	\$575.00	0.50	\$287.50
01 /31/14	finalize flow of funds memo, discuss and review with Cindy Yates, discuss and review with Matt Moloci, etc.	DT	\$575.00	0.50	\$287.50
01 /31/14	discuss with Matt Moloci re: trust agreement	DT	\$575.00	0.10	\$57.50
01 /31/14	receipt Matt Moloci email, follow-up re: trust agreement, etc., memo to file, emails to and from Dan Hogan	DT	\$575.00	0.50	\$287.50
01 /31/14	discuss and review with Matt Moloci, amend and revise draft trust agreement	DT	\$575.00	0.40	\$230.00
01 /31/14	emails to and from Keith Ferbers, etc., follow-up with bookkeeping department, etc., memos to and from Cindy Yates, memos to and from Matt Moloci, follow-up with Careen Hannouche and Michel Belanger, emails to Vasuda Sinha and Orestes Pasparakis	DT	\$575.00	1.00	\$575.00
01 /31/14	telephone to Vasuda Sinha, memo to Ashlee White	DT	\$575.00	0.30	\$172.50

01 /31/14	receipt multiple emails from Roger Higgins, etc., receipt Jim Melville several emails, etc.	DT	\$575.00	0.40	\$230.00
01 /31/14	Teleconference with Vasuda Sinha regarding draft Trust Agreement and proposed changes; email from Vasuda Sinha regarding proposed changes to draft Trust Agreement for CDN ZAI PD Settlement Fund; email from David Thompson to Ashlee White directing change to draft Trust Agreement; email from White to Grace Canada counsel with attached revised draft Trust Agreement; teleconference with Sinha and Peter Lockie of Norton Rose regarding draft Trust Agreement and Scarfone Hawkins LLP as Trustee; emails to and from Sinha and Thompson regarding issue of LLP as Trustee; review, research and resolve issue; further teleconferences with Sinha regarding further changes to draft Trust Agreement; further conferences with Thompson; emails to and from Thompson regarding proposed draft changes to Trust Agreement to provide for death or dissolution of Trustee; email from Sinha requesting blackline versions of changes to draft Trust Agreement; email from White to Sinha with attached blackline version	MGM	\$475.00	2.20	\$1,045.00
01 /31/14	Email from Roger Higgins with updated draft Grace – Funds Flow Memorandum; review; email from Jim Melville regarding proposed changes to Memorandum; further email from Higgins with further revised draft Grace – Funds Flow Memorandum and summarizing changes; further email from Melville with proposed changes to memorandum; email reply from Higgins; email from Higgins with final execution copy of Grace – Funds Flow Memorandum; further email clarification from Higgins	MGM	\$475.00	0.60	\$285.00
01 /31/14	Emails from and to Cindy Yates and David Thompson regarding CDN ZAI PD Settlement Funds, receipt and payment in anticipation of receipt following Effective Date and trust transfers; conferences with Thompson	MGM	\$475.00	0.20	\$95.00
01 /31/14	Emails from and to Kelth Ferbers and David Thompson regarding anticipated Effective Date, CDN ZAI PD Settlement Funds payment and distribution, dismissal of Manitoba actions as against Grace parties and related issues; email from Thompson to Dan Hogan inquiring regarding final order for Plan Confirmation; email from Thompson to Evatt Merchant in follow-up regarding other Canadian actions and dismissal as against Grace parties; further conferences with	MGM	\$475.00	0.40	\$190.00

	Thompson				
01 /31/14	Emails from and to David Thompson and Vasuda Sinha regarding press release, publication of CDN ZAI PD Claims Fund, Trustee, contact and website information to deal with inquiries and claims administration; emails from and to IT Support and conferences with Chris Greig and Thompson regarding email, telephone line and website set-up and publication; further emails from and to Thompson and Sinha regarding information and publication	MGM	\$475.00	0.50	\$287.50
01 /31/14	Emails from Keith Ferbers to and from Vasuda Sinha and Orestes Pasparakis regarding Asbestos Personal Injury Trust and claims process; review; email reply from Sinha to Ferbers	MGM	\$475.00	0.10	\$47.50
01 /31/14	review dockets for period January, 2014, amend dockets, review disbursements, discuss with David Thompson, draft account, review with David Thompson, assemble account into form required by U.S. Bankruptcy Court, email to Karen Harvey enclosing monthly fee application for the period of January, 2014	LC	\$160.00	2.00	\$300.00
02 /01/14	several emails to and from Vasuda Sinha, review trust agreement, review PI Trust provisions, etc., memos to and from Matt Moloci	DT	\$575.00	1.00	\$575.00
02 /01/14	follow-up email to Dan Hogan re settlement protocol	DT	\$575.00	0.10	\$57.50
02 /01/14	emails to and from Evatt Merchant, memos to and from Matt Moloci	DT	\$575.00	0.20	\$115.00
02 /01/14	emails to and from Meghan DeBard, memos to and from Matt Moloci	DT	\$575.00	0.30	\$172.50
02 /01/14	Email from Meaghan Bishop DeBard addressing Final CDN ZAI PD Fund Trust Agreement and issues; emails to and from Bishop DeBard and Michael Jones; teleconference with Bishop DeBard and Jones; emails to and from David Thompson addressing issues and teleconference	MGM	\$475.00	0.40	\$190.00
02 /02/14	receipt and respond to class member inquiries re: status of CDN ZAI settlement	DT	\$575.00	0.30	\$172.50
02 /02/14	emails to and from Matt Moloci and Evatt Merchant, follow-up email to Careen Hannouche and Michel Belanger	DT	\$575.00	0.20	\$115.00
02 /02/14	email to Dan Hogan	DT	\$575.00	0.10	\$57.50
02 /03/14	receipt M. Jones' email, emails to and from Paul Lakin, etc., memo to Matt Moloci, follow-up with accounting re: wire transfer	DT	\$575.00	0.40	\$190.00
02 /03/14	follow-ups with Don Plinchin, emails to and from Dan Hogan, memos to and from Matt Moloci, arrange telephone conference call,	DT	\$575.00	0.50	\$287.50

	emails to and from Keith Ferbers				
02 /03/14	receipt multiple emails from Roger Higgins, discuss with Matt Moloci, follow-up with FirstOntario, etc.	DT	\$575.00	0.50	\$287.50
02 /03/14	emails to and from Dan Hogan	DT	\$575.00	0.10	\$57.50
02 /03/14	emails to and from Keith Ferbers and follow-ups	DT	\$575.00	0.30	\$172.50
02 /03/14	emails to and from Keith Ferbers, locate and send order, etc., and requested information and documentation, etc.	DT	\$575.00	0.50	\$287.50
02 /03/14	review present website content, follow-up to revise, amend and streamline, memo to Cindy Yates	DT	\$575.00	0.50	\$287.50
02 /03/14	preliminary, quick review of Asbestos PI Trust TDP's, memo to Matt Moloci, consider content for website	DT	\$575.00	1.00	\$575.00
02 /03/14	review, amend and revise website content and media release, memo to Cindy Yates	DT	\$575.00	0.30	\$172.50
02 /03/14	amend and revise website content and media release	DT	\$575.00	0.30	\$172.50
02 /03/14	finalize new website content, discuss and review with Cindy Yates	DT	\$575.00	0.30	\$172.50
02 /03/14	Email from Michael Jones in follow-up to teleconference and Trust Agreement issues and providing Grace closing call information; conferences with David Thompson regarding payment of CDN ZAI PD Settlement Funds status and routing, follow-up with Grace counsel regarding draft CDN ZAI PD Trust Agreement, follow-up with Evatt Merchant and Keith Ferbers regarding dismissal of Canadian actions as against Grace parties and follow-up with Lauzon Belanger regarding CDN ZAI PD Claims Administration; telephone call to Keith Ferbers; discuss Effective Date, closing documents and motions seeking dismissal of Manitoba proceedings as against Grace parties; email from Dan Hogan with attached order approving settlement with Bank Lenders; receive multiple emails from various counsel regarding closing arrangements; further conferences with Thompson regarding issues and closing arrangements	MGM	\$475.00	3.20	\$1,520.00
02 /03/14	receipt email from David Thompson, review website content, review updated recent developments, meet with Thompson to discuss, post new website content to internet	LC	\$150.00	1.00	\$150.00
SUB-TOTAL				77.00	\$38,812.50

TIMEKEEPER	ID	HOURS	RATE	TOTAL	PLUS 13% H.S.T
DAVID THOMPSON 25 years - 1988	DT	46.10	\$575.00	\$26,507.50	\$3,445.98
MATTHEW G. MOLOCI 15 years - 1998	MGM	23.60	\$475.00	\$11,210.00	\$1,457.30
LAW CLERK Cindy Yates 31 years - 1982	CY	7.30	\$150.00	\$1,095.00	\$142.35
SUB-TOTAL:		77.00		\$38,812.50	\$5,045.63
TOTAL FEES AND TAXES:	\$43,858.15				

DISBURSEMENTS SUMMARY

DATE	DISBURSEMENT	HST EXEMPT	HST NON- EXEMPT	PLUS 13% H.S.T.	TOTAL
01/01/14 02/03/14	Long Distance Calls – Various calls		\$5.15	\$0.67	\$5.82
TOTAL DISBURSEMENTS:			\$5.15	\$0.67	\$5.82

TOTAL FEES AND APPLICABLE TAXES:	\$43,863.95
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THIS IS OUR FEE APPLICATION,
Per:

SCARFONE HAWKINS LLP
E. & O.E.

*Del. Bankr. LR 2016-2(e)(iii) allows for
\$.10 per page for photocopies.

EXHIBIT B

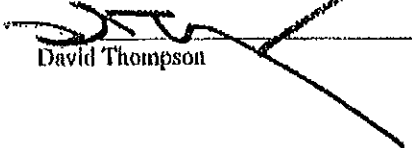
CERTIFICATION PURSUANT TO DEL. BANKR. LR. 2016-2(f)

PROVINCE OF ONTARIO :
: ss
CITY OF HAMILTON :


I, David Thompson, after being duly sworn according to law, depose and say as follows:

1. I am a partner of the applicant firm, Scarfone Hawkins LLP (the "Firm").
2. On February 9, 2006, the CCAA Court entered an Order appointing Lauzon Bélanger inc. and Scarfone Hawkins LLP as Representative Counsel ("Representative Counsel").
3. On March 19, 2010, this Court signed a Modified Order appointing Representative Counsel as Special Counsel ("Special Counsel") for the Canadian ZAI Claimants *nunc pro tunc* to December 21, 2009, through the effective date of the plan.
4. Special Counsel has rendered professional services as counsel for the Canadian ZAI Claimants.
5. I am familiar with the other work performed on behalf of Special Counsel by the lawyers and paraprofessionals of the Firm.
6. I have reviewed the foregoing monthly application of Scarfone Hawkins as Special Counsel and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members, signed April 17, 2002, and submit that the Application is correct and materially complies with the applicable orders, rules, guidelines and requirements as set forth by, this Bankruptcy Court and the Executive Office for the United States Trustee.

I verify under penalty of perjury that the foregoing is true and correct.


David Thompson

SWORN AND SUBSCRIBED
Before me this 19 day of March, 2014.


Notary Public
My Commission Expires: _____

Cindy Lee Yates, a Commissioner, etc.,
City of Hamilton, for Scarfone Hawkins LLP,
Barristers and Solicitors.
Expires March 21, 2015.